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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.	:	Case No. 05-44481 (RDD)
	:	
Debtor	:	Jointly Administered

**OBJECTION OF CREDITOR STONERIDGE, INC. TO NOTICE OF CURE
AMOUNT WITH RESPECT TO EXECUTORY CONTRACT OR UNEXPIRED
LEASE TO BE ASSUMED AND ASSIGNED IN CONNECTION WITH SALE OF
STEERING AND HALFSHAFT BUSINESS DATED JANUARY 23, 2008**

Stoneridge, Inc. ("Stoneridge"), by and through undersigned counsel, hereby objects to the cure amount of \$436,312.36 listed in the Debtors' Notice of Cure Amount With Respect to Executory Contract to be Assumed or Assumed and Assigned In Connection with Sale of Steering and Halfshaft Business, dated January 23, 2008 (the "Cure Notice"),¹ for the following reasons:

1. Pursuant to the Cure Notice, the Debtors seek to assume and assign to the Buyers Stoneridge's Pre-Petition Contract number SAG90I4428 (the "Stoneridge Contract"). The Debtors incorrectly state that the Cure Amount under the Stoneridge Contract is \$436,312.36. As set forth on the attached **Exhibit A**, there is, in fact,

¹ Capitalized terms not defined herein have the meanings assigned to them in the Cure Notice.

\$527,323.92 due and owing Stoneridge for pre-petition invoices under the Stoneridge Contract.

2. In addition, the Cure Notice incorrectly represents that all postpetition amounts owing under the Stoneridge Contract have been paid and that, other than the Cure Amount, there are no other defaults under the Stoneridge Contract. As set forth on the attached Exhibit A, there is a post-petition amount of \$37,672.44 owing on the Stoneridge Contract.

3. Accordingly, the total amount of pre-petition and post-petition defaults under the Stoneridge Contract, which must be paid in order for the Debtors to assume and assign the Stoneridge Contract to the Buyers, is **\$564,996.36**, plus applicable interest.

WHEREFORE, Stoneridge objects to the Debtors' proposed Cure Amount and respectfully requests that the Court order that the correct Cure Amount for the Stoneridge Contract is \$564,996.36.

Dated: February 4, 2008

Respectfully submitted,

BAKER & HOSTETLER LLP

By: /s/ Douglas E. Spelfogel

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Counsel for Stoneridge, Inc.

EXHIBIT A

Exhibit A

**DELPHI SAGINAW STEERING
SYSTEM 2094194**

SAG90I4428

Ship To Location	Inv#	Ship Date	Amount Due
Pre-petition Invoices:			
GENERAL MOTORS CORP / SAGINAW	30172029	07/27/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30172030	07/27/05	1,512.00
GENERAL MOTORS CORP / SAGINAW	30172031	07/27/05	2,373.60
GENERAL MOTORS CORP / SAGINAW	30172032	07/27/05	3,441.60
665 NORTH LAPEER / OXFORD	30173738	07/29/05	1,764.00
665 NORTH LAPEER / OXFORD	30173740	07/29/05	2,280.00
665 NORTH LAPEER / OXFORD	30174846	08/01/05	588.00
665 NORTH LAPEER / OXFORD	30174924	08/02/05	1,854.00
665 NORTH LAPEER / OXFORD	30174968	08/02/05	588.00
GENERAL MOTORS CORP / SAGINAW	30176767	08/04/05	363.60
665 NORTH LAPEER / OXFORD	30178737	08/04/05	1,176.00
GENERAL MOTORS CORP / SAGINAW	30178753	08/05/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30178754	08/05/05	3,408.00
GENERAL MOTORS CORP / SAGINAW	30178755	08/05/05	378.00
665 NORTH LAPEER / OXFORD	30180683	08/05/05	1,824.00
665 NORTH LAPEER / OXFORD	30180724	08/05/05	588.00
665 NORTH LAPEER / OXFORD	30180740	08/06/05	1,176.00
665 NORTH LAPEER / OXFORD	30180742	08/06/05	441.00
GENERAL MOTORS CORP / SAGINAW	30181854	08/10/05	756.00
GENERAL MOTORS CORP / SAGINAW	30181855	08/10/05	519.24
GENERAL MOTORS CORP / SAGINAW	30181856	08/10/05	2,373.60
GENERAL MOTORS CORP / SAGINAW	30181857	08/10/05	3,408.00
GENERAL MOTORS CORP / SAGINAW	30186001	08/15/05	378.00

GENERAL MOTORS CORP / SAGINAW	30186078	08/16/05	727.20
GENERAL MOTORS CORP / SAGINAW	30186082	08/16/05	756.00
GENERAL MOTORS CORP / SAGINAW	30186089	08/16/05	727.20
665 NORTH LAPEER / OXFORD	30186555	08/09/05	588.00
665 NORTH LAPEER / OXFORD	30186557	08/12/05	912.00
GENERAL MOTORS CORP / SAGINAW	30186738	08/18/05	727.20
GENERAL MOTORS CORP / SAGINAW	30187285	08/19/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30189616	08/23/05	24,117.12
665 NORTH LAPEER / OXFORD	30190191	08/17/05	1,764.00
GENERAL MOTORS CORP / SAGINAW	30193097	08/26/05	718.80
GENERAL MOTORS CORP / SAGINAW	30193098	08/26/05	2,373.60
GENERAL MOTORS CORP / SAGINAW	30193099	08/26/05	1,720.80
GENERAL MOTORS CORP / SAGINAW	30194300	08/29/05	930.00
GENERAL MOTORS CORP / SAGINAW	30194301	08/29/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30194302	08/29/05	2,373.60
GENERAL MOTORS CORP / SAGINAW	30194303	08/29/05	1,720.80
GENERAL MOTORS CORP / SAGINAW	30194304	08/29/05	3,408.00
665 NORTH LAPEER / OXFORD	30195099	08/26/05	1,764.00
665 NORTH LAPEER / OXFORD	30195100	08/26/05	1,824.00
GENERAL MOTORS CORP / SAGINAW	30195106	08/30/05	6,029.28
GENERAL MOTORS CORP / SAGINAW	30195107	08/30/05	2,790.00
GENERAL MOTORS CORP / SAGINAW	30195108	08/30/05	942.00
GENERAL MOTORS CORP / SAGINAW	30196019	08/31/05	930.00
GENERAL MOTORS CORP / SAGINAW	30196021	08/31/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30196022	08/31/05	2,373.60
GENERAL MOTORS CORP / SAGINAW	30196023	08/31/05	930.00
GENERAL MOTORS CORP / SAGINAW	30196164	09/01/05	30,146.40
GENERAL MOTORS CORP / SAGINAW	30196166	09/01/05	6,816.00

GENERAL MOTORS CORP / SAGINAW	30196167	09/01/05	4,747.20
GENERAL MOTORS CORP / SAGINAW	30196169	09/01/05	519.24
665 NORTH LAPEER / OXFORD	30196182	09/01/05	441.00
GENERAL MOTORS CORP / SAGINAW	30198532	09/07/05	18,087.84
GENERAL MOTORS CORP / SAGINAW	30198533	09/07/05	2,076.96
GENERAL MOTORS CORP / SAGINAW	30198534	09/07/05	1,860.00
GENERAL MOTORS CORP / SAGINAW	30198535	09/07/05	942.00
GENERAL MOTORS CORP / SAGINAW	30198536	09/07/05	2,130.00
GENERAL MOTORS CORP / SAGINAW	30199069	09/08/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30199070	09/08/05	519.24
GENERAL MOTORS CORP / SAGINAW	30199071	09/08/05	1,860.00
GENERAL MOTORS CORP / SAGINAW	30199733	09/09/05	3,408.00
GENERAL MOTORS CORP / SAGINAW	30199735	09/09/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30199736	09/09/05	519.24
GENERAL MOTORS CORP / SAGINAW	30199737	09/09/05	2,325.00
GENERAL MOTORS CORP / SAGINAW	30199738	09/09/05	2,373.60
GENERAL MOTORS CORP / SAGINAW	30199739	09/09/05	471.00
GENERAL MOTORS CORP / SAGINAW	30201735	09/12/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30201736	09/12/05	2,130.00
GENERAL MOTORS CORP / SAGINAW	30201737	09/12/05	2,325.00
GENERAL MOTORS CORP / SAGINAW	30201768	09/13/05	471.00
GENERAL MOTORS CORP / SAGINAW	30201769	09/13/05	2,790.00
GENERAL MOTORS CORP / SAGINAW	30201770	09/13/05	1,720.80
GENERAL MOTORS CORP / SAGINAW	30201771	09/13/05	4,260.00
GENERAL MOTORS CORP / SAGINAW	30203321	09/14/05	6,029.28
GENERAL MOTORS CORP / SAGINAW	30203322	09/14/05	519.24
GENERAL MOTORS CORP / SAGINAW	30203323	09/14/05	3,408.00
GENERAL MOTORS CORP / SAGINAW	30203324	09/14/05	1,860.00

GENERAL MOTORS CORP / SAGINAW	30203331	09/14/05	2,373.60
GENERAL MOTORS CORP / SAGINAW	30203544	09/15/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30203545	09/15/05	519.24
GENERAL MOTORS CORP / SAGINAW	30203546	09/15/05	1,860.00
GENERAL MOTORS CORP / SAGINAW	30203547	09/15/05	3,408.00
GENERAL MOTORS CORP / SAGINAW	30205893	09/16/05	24,117.12
GENERAL MOTORS CORP / SAGINAW	30205895	09/16/05	1,860.00
GENERAL MOTORS CORP / SAGINAW	30205896	09/16/05	1,720.80
GENERAL MOTORS CORP / SAGINAW	30205898	09/16/05	6,390.00
GENERAL MOTORS CORP / SAGINAW	30207099	09/20/05	465.00
GENERAL MOTORS CORP / SAGINAW	30207132	09/20/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30207133	09/20/05	519.24
GENERAL MOTORS CORP / SAGINAW	30207134	09/20/05	593.40
665 NORTH LAPEER / OXFORD	30208599	09/13/05	588.00
665 NORTH LAPEER / OXFORD	30208605	09/21/05	456.00
665 NORTH LAPEER / OXFORD	30208606	09/16/05	1,323.00
665 NORTH LAPEER / OXFORD	30208636	09/12/05	1,176.00
665 NORTH LAPEER / OXFORD	30208642	09/16/05	588.00
665 NORTH LAPEER / OXFORD	30208643	09/16/05	456.00
GENERAL MOTORS CORP / SAGINAW	30208647	09/21/05	930.00
GENERAL MOTORS CORP / SAGINAW	30208648	09/21/05	4,260.00
GENERAL MOTORS CORP / SAGINAW	30208909	09/22/05	6,029.28
GENERAL MOTORS CORP / SAGINAW	30208910	09/22/05	1,186.80
GENERAL MOTORS CORP / SAGINAW	30208911	09/22/05	1,395.00
GENERAL MOTORS CORP / SAGINAW	30208912	09/22/05	4,260.00
GENERAL MOTORS CORP / SAGINAW	30210518	09/23/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30210519	09/23/05	930.00
GENERAL MOTORS CORP / SAGINAW	30210520	09/23/05	1,720.80

665 NORTH LAPEER / OXFORD	30212109	09/23/05	1,824.00
665 NORTH LAPEER / OXFORD	30212114	09/23/05	588.00
665 NORTH LAPEER / OXFORD	30212139	09/22/05	588.00
665 NORTH LAPEER / OXFORD	30212140	09/23/05	1,323.00
GENERAL MOTORS CORP / SAGINAW	30212142	09/26/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30212143	09/26/05	930.00
GENERAL MOTORS CORP / SAGINAW	30212144	09/26/05	852.00
GENERAL MOTORS CORP / SAGINAW	30212145	09/26/05	1,413.00
GENERAL MOTORS CORP / SAGINAW	30212253	09/27/05	4,673.16
GENERAL MOTORS CORP / SAGINAW	30212270	09/27/05	1,704.00
GENERAL MOTORS CORP / SAGINAW	30212283	09/27/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30212284	09/27/05	638.40
GENERAL MOTORS CORP / SAGINAW	30212285	09/27/05	2,373.60
GENERAL MOTORS CORP / SAGINAW	30212286	09/27/05	1,395.00
GENERAL MOTORS CORP / SAGINAW	30212287	09/27/05	1,720.80
GENERAL MOTORS CORP / SAGINAW	30214223	09/28/05	471.00
GENERAL MOTORS CORP / SAGINAW	30214225	09/28/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30214226	09/28/05	519.24
GENERAL MOTORS CORP / SAGINAW	30214227	09/28/05	2,373.60
GENERAL MOTORS CORP / SAGINAW	30214228	09/28/05	930.00
GENERAL MOTORS CORP / SAGINAW	30214229	09/28/05	1,720.80
GENERAL MOTORS CORP / SAGINAW	30214306	09/29/05	12,058.56
GENERAL MOTORS CORP / SAGINAW	30214307	09/29/05	3,560.40
GENERAL MOTORS CORP / SAGINAW	30214308	09/29/05	930.00
GENERAL MOTORS CORP / SAGINAW	30214309	09/29/05	1,720.80
GENERAL MOTORS CORP / SAGINAW	30214399	09/29/05	2,373.60
GENERAL MOTORS CORP / SAGINAW	30216908	09/30/05	942.00
GENERAL MOTORS CORP / SAGINAW	30216930	09/30/05	24,117.12

GENERAL MOTORS CORP / SAGINAW	30216931	09/30/05	519.24
GENERAL MOTORS CORP / SAGINAW	30216932	09/30/05	930.00
GENERAL MOTORS CORP / SAGINAW	30216937	09/30/05	3,408.00
GENERAL MOTORS CORP / SAGINAW	30216938	09/30/05	4,153.80
GENERAL MOTORS CORP / SAGINAW	30216939	09/30/05	1,720.80
665 NORTH LAPEER / OXFORD	30218509	09/28/05	441.00
665 NORTH LAPEER / OXFORD	30218543	09/29/05	1,176.00
665 NORTH LAPEER / OXFORD	30218548	09/26/05	588.00
665 NORTH LAPEER / OXFORD	30218551	09/28/05	588.00
665 NORTH LAPEER / OXFORD	30218558	09/30/05	1,368.00
665 NORTH LAPEER / OXFORD	30218559	09/30/05	588.00
665 NORTH LAPEER / OXFORD	30218563	10/01/05	456.00
GENERAL MOTORS CORP / SAGINAW	30218564	10/01/05	2,967.00
GENERAL MOTORS CORP / SAGINAW	30218565	10/01/05	465.00
1655 TECH DRIVE / BAY CITY	30220503	10/06/05	588.00
1655 TECH DRIVE / BAY CITY	30224879	10/06/05	588.00
Total pre-petition invoices:			527,323.92

Post-petition Invoices

GENERAL MOTORS CORP / SAGINAW	30234022	10/21/2005	2,373.60
GENERAL MOTORS CORP / SAGINAW	30873600	12/17/2005	1,186.80
3900 EAST HOLLAND / SAGINAW	30876262	12/15/2005	1,960.20
GENERAL MOTORS CORP / SAGINAW	30876784	12/21/2005	471.00
GENERAL MOTORS CORP / SAGINAW	30904718	1/26/2006	6,029.28
GENERAL MOTORS CORP / SAGINAW	31644898	7/18/2006	2,166.48
GENERAL MOTORS CORP / SAGINAW	31644901	7/18/2006	2,475.00
GENERAL MOTORS CORP / SAGINAW	31646847	7/19/2006	2,967.00
GENERAL MOTORS CORP / SAGINAW	31646901	7/19/2006	2,970.00
GENERAL MOTORS CORP / SAGINAW	31646902	7/19/2006	2,505.00

GENERAL MOTORS CORP / SAGINAW	31683734	8/28/2006	990.00
1655 TECH DRIVE / BAY CITY	31685620	8/29/2006	441.00
GENERAL MOTORS CORP / SAGINAW	32381315	7/23/2007	1,485.00
1655 TECH DRIVE / BAY CITY	32382566	7/24/2007	2,352.00
GENERAL MOTORS CORP / SAGINAW	32383112	7/25/2007	2,970.00
GENERAL MOTORS CORP / SAGINAW	32383442	7/26/2007	951.60
GENERAL MOTORS CORP / SAGINAW	32383611	7/26/2007	786.48
1655 TECH DRIVE / BAY CITY	32392477	8/7/2007	2,160.00
1655 TECH DRIVE / BAY CITY	32503824	10/1/2007	432.00
Total post-petition invoices:			37,672.44
TOTAL DUE (pre- and post- petition):			564,996.36